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great deal more to make it useful. The statutes of each state and of the United States are given in full; also the address of each state inheritance tax collector, the particular mortality table in use in each jurisdiction, the district collectors of internal revenue and a table of cases by states. The decisions in California seem complete except for a few cumulative citations. The book is a useful manual for the local practice of each jurisdiction and a great time-saver in ascertaining the law of other states, a consideration of increasing importance when so many persons have property interests in more than one jurisdiction.

A. M. K.

THE POSITION OF FOREIGN CORPORATIONS IN AMERICAN CONSTITUTIONAL LAW: A Contribution to the History and Theory of Juristic Persons in Anglo-American Law. By Gerard Carl Henderson. Harvard Studies in Jurisprudence Vol. II. Cambridge. Harvard University Press, 1918. pp. xix, 199.

This is an essay written in successful competition for the Addison Brown Prize at Harvard Law School. It is, we understand, the production of a student at that school. If so, American jurisprudence may well expect important service from the author. The present essay is worthy of any legal writer.

Mr. Henderson wisely confines himself to a monographic treatment of a limited field, or rather the segment created by the overlapping of several fields—corporations, conflict of laws and constitutional law. And this small segment of the immense field of legal doctrine he does not attempt to explore by an examination of the entire body of American law, but in the main through an investigation of the decisions of the Supreme Court of the United States. This method of treatment adds to the practical value of the book. The lawyer who has to examine any of the important questions relating to jurisdiction over foreign corporations, the power of the states to exclude them, their citizenship under the judiciary clause, their position under the fourteenth amendment, indeed, any question affecting their constitutional position, will do well to consult Mr. Henderson's Essay. Not only will he find there an acute and thorough analysis of the actual decisions, but he will often procure a clue that will aid him in discovering the inarticulate minor premiss underlying many a conclusion. While tracing the thread of opinion and of social, political and economic influences which lead to the modern corporation concept, the author never loses sight of the actual.

To characterize the spirit of the book briefly, we might say that the author's theory of law is realistic. He does not proceed from metaphysical theories of rights and duties but from experiential facts concerning that form of group legal life which for convenience we term the corporation. He shows how many

of the difficulties in which the Supreme Court of the United States has been involved in its decisions concerning foreign corporations are due to the fact that it has been attempting to fit actualities into the language of metaphysics. Mr. Henderson's words concerning the decision in *Muller v. Dows*, "The language has almost a theological flavor," are applicable to many expressions of the Court concerning corporations. The corporation is not primarily an entity, existing independent of and apart from its members; nor is it on the other hand merely a group of stockholders who have appointed certain persons their agents to manage the affairs of the group. "The directors, officers, agents, and employees from president to common laborer" are the "active productive element" in the corporation. "The modern stockholder is a negligible factor in the management of a corporation."

For many years lawyers and business men have been conscious that the word corporation connoted as many diverse kinds of corporation as the word dog involves varieties of that animal. There is as much difference between a "one man" corporation and a great national industrial or railroad company as between a Japanese pug and a St. Bernard. One of Mr. Henderson's great merits is that he brings into relief the importance of these differences, while at the same time he suggests hitherto undeveloped relations between the corporation and other legal institutions. Its relations with the partnership, the joint tenancy, and with other forms of collective ownership and liability have for a long time been sufficiently obvious, but, though the point of view is not new, it is perhaps doubtful whether many lawyers or public men have thought of the close connection between political theories and the institutions of society, including the State itself, and the private corporation.

While many of our juristic studies are but discussions of nomenclature or classification, important perhaps as furnishing material for a good filing system for legal ideas, but almost entirely arid so far as direct practical results are concerned, Mr. Henderson's essay is a positive contribution of the most far-reaching importance in bettering our economic and legal systems. Nay, even the problems of world politics are more clearly beginning to present themselves as after all problems in group control and in group psychology, of which the study of the corporation presents but one side.

O. K. M.